

Waterville Center for Health and Rehab LLC
1800 Rockaway Ave, Suite 210
Hewlett, NY 11557

December 9, 2020

VIA E-MAIL

Larry Carbonneau, CPA
Richard Lawrence
Division of Licensing and Regulatory Services
Certificate of Need Unit
41 Anthony Avenue
State House Station 11
Augusta, ME 04333-0011

RE: Letter of Intent – Mount St. Joseph and Waterville Center for Health and Rehab LLC

Dear Messrs Carbonneau and Lawrence:

On behalf of the Waterville Center for Health and Rehab LLC, a Maine limited liability company (“WCHR”), I am filing this Letter of Intent (“LOI”) regarding WCHR’s proposed acquisition of the operating assets Mount Saint Joseph Residence and Rehabilitation (“MSJ”), a skilled nursing and retirement community located in Waterville, Maine. The real estate assets of MSJ will be acquired by Highwood Realty LLC (“Highwood”). As you know, MSJ is presently owned by Mount St. Joseph, a Maine nonprofit corporation whose sole member is Trinity Continuing Care Services d/b/a Trinity Senior Living Communities (“TSLC”). I am the sole member and manager of both WCHR and Highwood.

I have worked as a professional in the healthcare industry for over twenty years. I earned my BA in Psychology from Touro College and a Masters of Public Administration (MPA) from Long Island University (LIU). I am a member of the American College of Healthcare Administrators. Currently I hold ownership interests in and operate three skilled nursing facilities: Brookside Rehab & Healthcare Center in Webster, Massachusetts, Calvert County Nursing Center in Prince Frederick, MD, and Chapel Hill Nursing Home in Randallstown, MD. In each of these facilities, I have worked with my team to significantly improve their quality and economic viability.

I previously served as a regional director for M2 Healthcare based in New York with responsibilities overseeing the day to day operations of five facilities and was personally responsible for the operation of Beach Garden Rehab & Nursing (formerly Episcopal Health Services) and for integration with St. John's Hospital where I served as a member of the St. John's Hospital Executive Management Committee. Prior to joining Episcopal Health Services, I served as administrator of Cold Springs Nursing Home and Rehabilitation Center, a


606 bed facility ranked one of the top ten largest facilities in New York State. I also served in administrator capacities with Hudson Pointe at Riverdale, Forest View Center for Rehabilitation, Oceanview Nursing and Rehabilitation, Wedgewood Care Center and Sands Point Center for Health and Rehabilitation.

Under the Transfer of Ownership Agreement entered into by TSLC and Elm HC Management LLC, WCHR and Highwood will acquire all of the real, personal and intangible property now held by MSJ for \$10,200,000 (the "Transaction"). Consistent with the Certificate of Need for Nursing Facility Level of Care Projects Rules, Section 71.05(A), we request a ruling from the Department regarding the applicability of the Certificate of Need program to the Transaction. We also seek to arrange a Technical Assistance Meeting at an early date – hopefully before Christmas. We intend to submit our CON application as soon as practical following the technical assistance meeting.

John Doyle, our Maine regulatory counsel, will be contacting you shortly to discuss scheduling on a mutually convenient date for the Technical Assistance Meeting. John and Tammy Brunetti of BerryDunn will be part of the meeting as well. John is checking with representatives of Trinity to determine if they wish to participate as well.

My team and I look forward to working with you on these important matters.

Sincerely,



Michael Biderman, Member
Waterville Center for Health and Rehab
LLC

/mb

cc: John P. Doyle, Jr., Esq. (via email)
Tammy Brunetti, CPA (via email)
Allen Koss, Esq. (via email)
Janice Hamilton-Crawford, TSLC (via email)
Mandi A. Murray, JD, MSS, BSN, TSLC (via email)